

43 FILED

2004-0130057

JUN 29 2004

Martha A. Womack

Cross Reference to Instrument Numbers: 2004-0059271
2004-0059722
2004-0059723

SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS
FOR KEYSTONE ENTERPRISE PARK

THIS SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS FOR KEYSTONE ENTERPRISE PARK is made and entered into by the CONSOLIDATED CITY OF INDIANAPOLIS, INDIANA, by and through its Department of Metropolitan Development (the "Declarant"), 2G, LLC and the SUSAN FULK McCONNELL REVOCABLE TRUST (each an "Owner") to supplement and amend the Declaration of Covenants and Restrictions For Keystone Enterprise Park, made and entered into by the Declarant on January 26, 2004 and recorded in the Office of the Marion County Recorder on March 18, 2004 as Instrument Number 2004-0059721 (the "Declaration"), by annexing additional real estate to which said Declaration shall apply.

WITNESSETH that:

WHEREAS, the Declarant is developing a mixed-use park, comprised of industrial, office, retail and other uses, with installed utilities and public roads, known as Keystone Enterprise Park; and

WHEREAS, the Declarant prepared a plat of the Keystone Enterprise Park in two (2) phases, each of which were duly approved by the Plat Committee of the Metropolitan Development Commission of Marion County and the Assessor of Center Township of Marion County; and

WHEREAS, Phase 1 of the Plat of Keystone Enterprise Park was filed with the Auditor of Marion County on March 18, 2004 and recorded with the Recorder of Marion County on March 18, 2004 as Instrument Number 2004-0059722; and

WHEREAS, Phase 2 of the Plat of Keystone Enterprise Park was filed with the Auditor of Marion County on March 18, 2004 and recorded with the Recorder of Marion County on March 18, 2004 as Instrument Number 2004-0059723; and

RECEIVED FOR RECORD
2004 JUN 29 AM 8:50

WHEREAS, to ensure the preservation of the values of the property in and the maintenance and improvement of the amenities of the Keystone Enterprise Park, the Declarant entered into and recorded the Declaration setting forth certain covenants, restrictions, terms and conditions to apply to and run with the land in the Keystone Enterprise Park; and

WHEREAS, at the time the Declaration was entered into, only Phase 1 of the Plat of Keystone Enterprise Park had been finalized and, therefore, the Declaration, as entered into, applied only to the land in said Phase 1; and

WHEREAS, as set forth above, Phase 2 of the Plat of Keystone Enterprise Park has since been finalized, and it is the Declarant's desire and intent by this Supplemental Declaration to make the covenants, restrictions, terms and conditions of the Declaration apply to and run with the land in said Phase 2, with the exception of some land now owned by Mid-State Chemical & Supply Corp. and Thompson Piping Company that is not subject to the Declaration (the "Excepted Property"); and

WHEREAS, Article VIII, Section 8.1 of the Declaration authorizes the annexation of additional land to which the Declaration applies provided that any such annexation does not cause assessments to other land in the Keystone Enterprise Park, as authorized by the Declaration, to materially increase; and

WHEREAS, as set forth above, the intent of the Declarant at the time that the Declaration was entered into and at the time it was recorded was for the Declaration to apply to all of the land within the Keystone Enterprise Park, except for the Excepted Property, and therefore the Declaration was drafted and entered into in a manner so as to apply to all of such land; and

WHEREAS, as of the date of this Supplemental Declaration, the Declarant owns the majority of the land in the Keystone Enterprise Park, and therefore the owners association and assessment scheme set forth in the Declaration has not yet been put into operation; and

WHEREAS, each of the above-named Owners are the only owners of any land in Phase 2 of the Plat of Keystone Enterprise Park other than the Declarant and the owners of the Excepted Property, and said Owners, by executing this Supplemental Declaration, acknowledges and approves of the application of the Declaration to its land, as required by Article VIII, Section 8.3 of the Declaration.

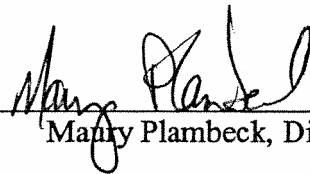
NOW, THEREFORE, in consideration of the foregoing, Declarant hereby declares, and the Owners hereby approve, that the real estate described on Exhibit A, attached hereto and made a part hereof (the "Supplemental Property"), shall be held, transferred, sold, conveyed, hypothecated, encumbered, leased, rented, used, improved and occupied subject to the covenants, restrictions, easements, charges, liens, terms and conditions set forth in the Declaration of Covenants and Restrictions For Keystone Enterprise Park, recorded in the Office of the Marion County Recorder on March 18,

2004 as Instrument Number 2004-0059721, all of which shall be deemed covenants running with the Supplemental Property.

This Supplemental Declaration has been made and entered into as of this 28TH day of JUNE, 2004.

DECLARANT

CONSOLIDATED CITY OF INDIANAPOLIS,
INDIANA by and through its DEPARTMENT OF
METROPOLITAN DEVELOPMENT

By: 
Maury Plambeck, Director

STATE OF INDIANA)
)
COUNTY OF MARION) SS:

Before me, a Notary Public in and for said County and State, personally appeared Maury Plambeck, Director of the Department of Metropolitan Development of the Consolidated City of Indianapolis, Indiana, being first duly sworn, acknowledged the execution of the foregoing Supplemental Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said Director for and on behalf of Consolidated City of Indianapolis, Department of Metropolitan Development, as his voluntary act and deed and for the use and purposes contained therein.

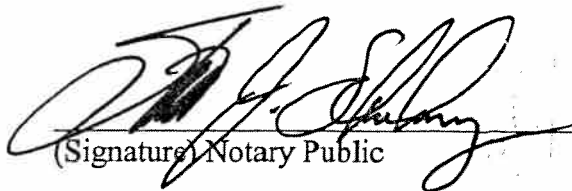
Witness my hand and Notarial Seal this 28TH day of JUNE, 2004.

My Commission Expires:

AUG. 24, 2006

My County of Residence:

MARION


(Signature) Notary Public

STEVEN J. SCHULMEYER
(Printed)

OWNER

2G, LLC

By: James E. Elsner Vice Pres.
James E. Elsner, Vice President

STATE OF INDIANA)
)
COUNTY OF MARION)

SS:

Before me, a Notary Public in and for said County and State, personally appeared James E. Elsner, Vice President of 2G, LLC, an Indiana limited liability company, being first duly sworn, acknowledged the execution of the foregoing Supplemental Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said Vice President for and on behalf of 2G, LLC, as his voluntary act and deed and for the use and purposes contained therein.

Witness my hand and Notarial Seal this 25th day of June, 2004.

My Commission Expires:

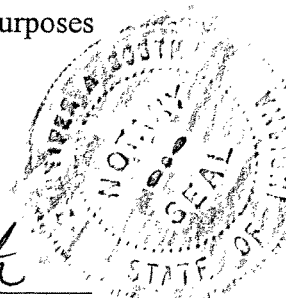
12-3-10

My County of Residence:

Vanderburgh

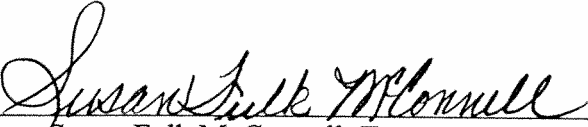
Jennifer A. South
(Signature) Notary Public

Jennifer A. South
(Printed)



OWNER

SUSAN FULK McCONNELL REVOCABLE
TRUST dated July 5, 2000

By: 
Susan Fulk McConnell, Trustee

STATE OF INDIANA)
)
COUNTY OF MARION)

SS:

Before me, a Notary Public in and for said County and State, personally appeared Susan Fulk McConnell, Trustee of the Susan Fulk McConnell Revocable Trust dated July 5, 2000, being first duly sworn, acknowledged the execution of the foregoing Supplemental Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said Trustee for and on behalf of the Susan Fulk McConnell Revocable Trust dated July 5, 2000, as her voluntary act and deed and for the use and purposes contained therein.

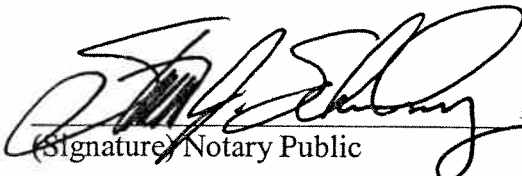
Witness my hand and Notarial Seal this 18TH day of JUNE, 2004.

My Commission Expires:

AUG. 24, 2006

My County of Residence:

MARION


(Signature) Notary Public

STEVEN J. SCHULMEYER
(Printed)



This instrument prepared by Robert M. Frye, Attorney at Law, Foley & Pool, LLP, 342
Massachusetts Avenue, Suite 300, Indianapolis, Indiana 46204

Exhibit A

Supplemental Property

Lot 35, part of Lots 22 through 29, part of Pruitt Street and part of the 12 foot alley, all in Bickel's Subdivision per plat thereof recorded in Plat Book 11, page 170;

Also, Lots 7 through 11 and part of Temple Street in Welder's Subdivision per plat thereof recorded in plat Book 4, page 195;

Also, part of Lots 1 through 10 in Welder's Corrected Subdivision per plat thereof recorded in plat Book 19, page 113;

Also, Lots 1 through 23, 40 through 63, 71 through 95, part of Lots 24, 39, 64, 96 through 99, part of the alleys and part of Tacoma Avenue and Keystone Avenue, all in Hazelnut Subdivision per plat thereof recorded in plat Book 14, page 13;

Also, all of the lots, streets and alleys in Gregory's Subdivision per plat thereof recorded in Plat Book 6, page 126;

Also, all of the lots in Cartmell's Subdivision per plat thereof recorded in Plat Book 24, page 174;

Also, Lots 1 through 19, 25 through 62, 71 through 97, 104 through 106, part of the 15 foot alleys, part of Jefferson Avenue and part of Winter Avenue, all in Parker and Hanway's Subdivision per plat thereof recorded in Plat Book 4, page 118;

Also, Lots 1 through 8 and part of the alleys in House and Carter's Subdivision per plat thereof recorded in Plat Book 4, page 123;

Also, Lots 1 through 24, 30 through 32, parts of Lots 25 through 29, part of the streets and alleys in Mundelle's and Replogle's Subdivision per plat thereof recorded in Plat Book 9, page 51;

Also, Lots 9 through 11, 13 through 18, part of the 15 foot alley, part of Bellis Street and part of Greenbriar Lane, all in Foley's Subdivision per plat thereof recorded in plat Book 18, page 160;

Also, part of Lots 1 and 13, part of the 14 foot alley and part of Bellis Street, all in Newell's Subdivision per plat thereof recorded in Plat Book 12, page 41;

Also, part of Oak Hill Suburb per plat thereof recorded in Plat Book 4, page 36;

All being part of the Southeast Quarter of Section 30 and part of the Southwest Quarter of Section 29, all in Township 16 North, Range 4 East in Marion County, Indiana, being more particularly described as follows:

COMMENCING at a Brass Monument marking the Northeast Corner of said Southeast Quarter Section; thence South 00 degree 27 minutes 20 seconds East (Assumed Bearing) along the East Line of said Southeast Quarter Section of distance of 455.02 feet to the Easterly extension of the North right-of-way Line of 24th Street per plat of Hill Top Addition, the plat of which is recorded in Plat Book 17, Page 28 in the office of the recorder of Marion County, Indiana; thence North 89 degrees 40 minutes 27 seconds West along said Easterly extension a distance of 29.99 feet to the Northeast Corner of Lot 7 in said Hill Top Addition and being on the Westerly Line of the 60 foot right-of-way of Keystone Way (said point being on a non-tangent curve having a radius of 429.37 feet, the radius point of which bears North 89 degrees 07 minutes 46 seconds East)(following two courses being along said right-of-way line); (1) thence Southeasterly along said curve an arc distance of 500.37 feet to a point which bears South 22 degrees 21 minutes 33 seconds West from said radius point; (2) thence South 67 degrees 36 minutes 10 seconds East a distance of 400.70 feet to the beginning of the limited access right-of-way line of Keystone Way and Interstate Highway 70 (I-70) per I.S.H.C. Plans for Project I-70-3 (54) 80 (the following thirteen courses being along said limited access right-of-way line); (1) thence South 40 degrees 07 minutes 34 seconds East a distance of 212.57 feet; (2) thence South 54 degrees 46 minutes 37 seconds East a distance of 132.84 feet; (3) thence South 20 degrees 01 minutes 49 seconds East a distance of 124.06 feet to the **BEGINNING POINT**; (4) thence continuing South 20 degrees 01 minutes 49 seconds East a distance of 254.53 feet; (5) thence South 02 degrees 01 minutes 23 seconds West a distance of 140.50 feet; (6) thence South 05 degrees 44 minutes 09 seconds West a distance of 103.76 feet; (7) thence South 35 degrees 15 minutes 43 seconds West a distance of 212.33 feet; (8) thence South 44 degrees 02 minutes 30 seconds West a distance of 48.20 feet; (9) thence South 58 degrees 50 minutes 59 seconds West a distance of 81.62 feet; (10) thence South 63 degrees 16 minutes 07 seconds West a distance of 100.13 feet; (11) thence South 73 degrees 33 minutes 39 seconds West a distance of 32.51 feet; (12) thence South 41 degrees 26 minutes 01 seconds West a distance of 233.26 feet; (13) thence South 48 degrees 34 minutes 09 seconds West a distance of 39.27 feet to the North Line of Lot 70 in the aforementioned Hazelhurst Addition; thence South 89 degrees 32 minutes 40 seconds West along the North Line of said Lot 70 a distance of 125.79 feet to the Northwest Corner thereof; thence South 00 degrees 27 minutes 20 seconds East along the West Line of said Lot 70 and along the West Line of Lot 69 and Lot 68 a distance of 103.43 feet; thence North 89 degrees 32 minutes 40 seconds East a distance of 25.00 feet to the aforesaid limited access right-of-way line of Interstate Highway 70 (the following two courses are along said right of way line); (1) South 06 degrees 56 minutes 22 seconds West a distance of 42.86 feet; (2) thence South 00 degrees 11 minutes 30 seconds East a distance of 71.51 feet to the North right-of-way Line of the Belt Railroad (the following three courses being along said North right-of-way Line); (1) thence North 69 degrees 55 minutes 34 seconds West a distance of 367.67 feet to the West right-of-way Line of Keystone Avenue; (2) thence North 00 degrees 27 minutes 20 seconds West along said West right-of-way Line a distance of 25.21 feet to the Southeast Corner of Lot 19 in

Parker and Hanway's Subdivision per plat thereof recorded in Plat Book 4, page 118; (3) thence South 89 degrees 48 minutes 39 seconds West along the South Line of said Lot 19 and along the South Lines of Lots 25, 62, 71, 97 and 104 in said Parker and Hanway's Subdivision and the westerly extension thereof a distance of 676.33 feet; thence North 00 degrees 19 minutes 04 seconds West a distance of 114.48 feet; thence North 89 degrees 00 minutes 47 seconds West a distance of 171.79 feet; thence North 01 degrees 15 minutes 52 seconds West a distance of 134.19 feet; thence North 69 degrees 14 minutes 28 seconds West a distance of 10.35 feet; thence North 30 degrees 03 minutes 03 seconds East a distance of 144.60 feet; thence North 59 degrees 48 minutes 14 seconds West a distance of 178.15 feet; thence South 30 degrees 11 minutes 46 seconds West a distance of 127.32 feet; thence North 59 degrees 48 minutes 14 seconds West a distance of 153.07 feet; thence South 30 degrees 11 minutes 46 seconds West a distance of 448.39 feet the Northerly right-of-way line of Darwin Street per House and Carter's Subdivision per plat thereof recorded in Plat Book 4, page 123; thence North 59 degrees 25 minutes 01 seconds West along said northerly right of way line a distance of 311.40 feet to the Easterly right-of-way line of Hillside Avenue per plat of Albert E. and Ingram Fletcher's Oak Hill Suburb, recorded in Plat Book 5, page 1 (said point being on a non-tangent curve having a radius of 4919.47 feet, the radius point of which bears South 63 degrees 10 minutes 08 seconds East)(the following three courses being along said Easterly right-of-way Line); (1) thence Northeasterly along said curve an arc distance of 137.74 feet to a point which bears North 61 degrees 33 minutes 53 seconds West from said radius point; (2) thence North 27 degrees 49 minutes 49 seconds East a distance of 464.96 feet to the point of curvature of a non-tangent curve having a radius of 3259.17 feet, the radius point of which bears South 62 degrees 13 minutes 15 seconds East; (3) thence Northeasterly along said curve an arc distance of 294.90 feet to a point which bears North 57 degrees 02 minutes 12 seconds West from said radius point; thence South 68 degrees 41 minutes 04 seconds East a distance of 646.56 feet; thence North 89 degrees 36 minutes 03 seconds East a distance of 981.99 feet; thence North 61 degrees 12 minutes 01 seconds East a distance of 601.99 feet to the **BEGINNING POINT**, containing 39.44 acres, more or less.

EXCEPTING therefrom all of Lots 56 through 60 of Parker and Hanway's Subdivision per plat thereof recorded in Plat Book 4, page 118 as described in Instrument Number 94-159372, and all of Lot 61 of said subdivision as described in Instrument Number 94-159373.